

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF ILLINOIS  
EASTERN DIVISION

In re:	) Chapter 11
	)
Varitalk, Inc.	) Case No. 09-16148
(TIN: 26-0660267)	)
	) Hon. Goldgar, Bankruptcy Judge,
Debtor.	) Presiding.
_____	) _____
	)
Varitalk, Inc.,	) Adv. Pro. No. 09-00383
	)
Plaintiff,	) Hearing Date: May 11, 2009
	) Hearing Time: 10:30 a.m.
vs.	)
	)
Mark Baker, a California resident,	)
Eclipse, LLC., a California LLC., and	)
Paulo Lanzarotti,	)
	)
Defendants.	)

**AGREED ORDER GRANTING PRELIMINARY INJUNCTION  
WITH RESPECT TO LITIGATION AGAINST  
FREDERICK LOWE, DEREK GOLDBERG AND STEVEN DRIMMER**

This matter having been presented to the Court upon the Motion of Varitalk, Inc., for the entry of a Preliminary Injunction that (a) enjoins the continuation of the litigation in the United States District Court for the Central District of California, 2:07-CV-6622, *Baker v. Varitalk, et al.* (the "California Suit") as to the debtor Varitalk and the individual defendants in that suit, Stephen Drimmer, Frederick Lowe, and Derek Goldberg (the "Individual Defendants") and (b) enjoins the continuation of the litigation currently pending in the United States District Court for the Eastern District of New York, <sup>09 CV 1776 (LAM)</sup> *Lanzarotti v. Varitalk et al.*, (the "New York Suit") from continuing as to the debtor, Varitalk, and the named individual Defendants, Frederick Lowe and Derek Goldberg; and

The Court having entered a temporary restraining order with respect to the continued prosecution of the California Suit and the New York Suit; and

The Court having been advised that the plaintiffs in the California Suit (the "California Plaintiffs") do not object to the entry of this Order, and

After considering <sup>the</sup> ~~(i) the agreement of all of the parties to the California Suit; as well as~~  
~~(ii) the papers filed in support of and in opposition to the Motion, evidence related to the granting~~  
~~of the Motion, and any argument of counsel during the course of the hearing of the Motion, with~~  
~~respect to the New York Suit, the Court having stated its findings of fact and conclusions of law~~  
~~in the record of the hearing,~~ <sup>and</sup> and good cause appearing therefor, it is hereby ordered that:

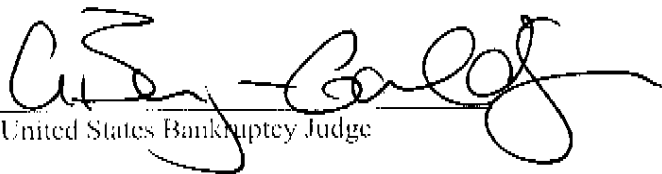
1. All of the parties in the California Suit are enjoined from pursuing all claims and counterclaims in the California Suit until the earlier of (a) 90 days from May 11, 2009 or (b) the date the Court enters an order granting the motion of the California Plaintiffs, or either of said plaintiffs, for relief from the stay as to Varitalk in the California Suit. Relief from the stay as to Varitalk shall terminate this injunction as to the Individual Defendants as well. This order does not effect, nor shall be construed as, an extension of the automatic stay, pursuant to 11 U.S.C. § ~~405 and~~ <sup>362</sup>, to the Individual Defendants, but rather as a preliminary injunction as to the prosecution of the lawsuits identified herein.

2. The parties to the New York Suit <sup>a</sup> are enjoined from pursuing all claims and counterclaims therein until the earlier of <sup>a</sup> (a) 90 days from May 11, 2009 or (b) the date the Court enters an order upon the motion of the plaintiffs in the New York Suit lifting the stay as to Varitalk.

3. Notwithstanding the provisions of paragraph <sup>1 and 2</sup> of this preliminary injunction, the parties may file any status report that may be required in connection with the California Suit or the New York Suit and appear at any status conference that may be held therein, provided that any such status report shall only inform the respective courts of the terms of this Preliminary Injunction <sup>and respond to any questions from those courts.</sup>

4. This order is without prejudice to the rights of any parties to seek further or different relief from the Court or to exercise any rights they may have under the Bankruptcy Code and Rules.

Dated: 5/11/09

  
United States Bankruptcy Judge